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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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NOTICE OF PRESENTMENT OF JOINT STIPULATION AND AGREED ORDER
DISALLOWING AND EXPUNGING PROOFS OF CLAIM NUMBERS 16610 AND 16611
(STATE OF NEW JERSEY DIVISION OF TAXATION)

PLEASE TAKE NOTICE that on July 13, 2007, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), objected to proofs of claim numbers 16610 and 16611 (the "Proofs of Claim") filed by State Of New Jersey, Division Of Taxation (the "Claimant") pursuant to the Debtors' Nineteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B), Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claim, And (D) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, And Consensually Modified And Reduced Claims (Docket No. 8617) (the "Nineteenth Omnibus Claims Objection").

PLEASE TAKE FURTHER NOTICE that the Debtors and the Claimant have agreed to settle the Nineteenth Omnibus Claims Objection with respect to the Proofs of Claim pursuant to the Amended And Restated Order Under 11 U.S.C. §§ 363, 502 And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401), and the Debtors and the Claimant have executed a Joint Stipulation And Agreed Order Disallowing And Expunging Proofs Of Claim Numbers 16610 And 16611 (State Of New Jersey Division Of Taxation) (the "Joint Stipulation").

PLEASE TAKE FURTHER NOTICE that, pursuant to the Joint Stipulation, the Debtors and the Claimant, subject to certain reserved rights, have agreed (i) to disallow and expunge proof of claim number 16610 in its entirety as being amended and superseded by proof of claim number 16649, (ii) to disallow and expunge proof of claim number 16611 in its entirety as being amended and superseded by proof of claim number 16650, (iii) that upon entry of the

Joint Stipulation, the Claimant's Response The State Of New Jersey, Division Of Taxation's Opposition To Debtors' Nineteenth Omnibus Objection (Substantive) To Claims (Docket No. 8956) shall be deemed withdrawn with prejudice with respect to proofs of claim numbers 16610 and 16611, and (iv) that the Debtors' pending objection to proof of claim number 16650 on the Twenty-First Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Untimely Equity Claim, (C) Insufficiently Documented Claims, (D) Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims, And (F) Claims Subject To Modification, Tax Claim Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 9535) is deemed to include an objection on the basis that proof of claim number 16650 is not supported by the Debtors' books and records.

PLEASE TAKE FURTHER NOTICE that the Debtors will present the Joint Stipulation for consideration at the hearing scheduled for December 11, 2007, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York.

Dated: New York, New York
December 4, 2007

SKADDEN, ARPS, SLATE, MEAGHER
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